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UNITED STATES DISTRICT COURT
DISTRICT OF NEVADA

IN RE CLEANSARK, INC. DERIVATIVE
LITIGATION

Case No. 2:21-cv-01004-GMN-BNW

This Document Relates to:

ALL ACTIONS.

**JOINT STIPULATION AND [Proposed]
ORDER TO STAY THIS MATTER**

Plaintiffs Andrea Ciceri and Mark Perna (“Plaintiffs”), both derivatively on behalf of Nominal Plaintiff CleanSpark, Inc. (“CleanSpark”) and Defendants Zachary K. Bradford, Lori L. Love, S. Matthew Schultz, Roger P. Beynon, Larry McNeill, Thomas L. Wood, and Nominal Defendant CleanSpark (“Defendants”) (collectively, with Plaintiffs, the “Parties”), by and through their undersigned counsel, hereby enter into the following stipulation and proposed order:

WHEREAS, on October 26, 2021, this Court issued an Order from the bench setting the

1 following schedule for Plaintiffs’ anticipated amended complaint and Defendants’ anticipated
2 motion to dismiss:

- 3 1. Plaintiffs shall file their amended complaint, if any, on or before November 25,
4 2021;
- 5 2. Defendants shall file their motion to dismiss the amended complaint, if any, on or
6 before January 20, 2022;
- 7 3. Plaintiffs shall file their opposition to Defendants’ motion to dismiss the amended
8 complaint, if any, on or before March 3, 2022;
- 9 4. Defendants shall file their reply in further support of their motion to dismiss the
10 amended complaint, if any, on or before April 10, 2022; and

11 **WHEREAS**, on November 2, 2021, the Court issued an Order endorsing the Parties’
12 *Joint Rule 26(f) Conference Report and Joint Discovery Plan* (ECF No. 34), in which the Parties
13 “reserve[d] the right to move for a stay of these proceedings in whole or in part”; and

14 **WHEREAS**, the Parties have now agreed to seek a complete stay of this matter on the
15 terms set forth below pending resolution of an anticipated motion to dismiss by all defendants in
16 the securities class action currently pending before the Hon. Loretta Preska in the Southern
17 District of New York, *Bishins v. CleanSpark, Inc. et al.*, No. 21-cv-511 (LAP) (the “Securities
18 Class Action”); and

19 **WHEREAS**, the resolution of the anticipated motion to dismiss in the Securities Class
20 Action may significantly narrow the scope of the issues raised by the Parties in this matter,
21 thereby conserving judicial time and resources as well as the time and resources of the Parties;

22 **IT IS HEREBY STIPULATED** by and between the Parties that:

- 23 1. This matter is hereby stayed.
- 24 2. The stay of proceedings in this matter shall be terminated immediately upon
25 denial in whole or in part of the anticipated motion to dismiss by all defendants in
26 the Securities Class Action, but the granting of that motion to dismiss with leave
27 to amend shall not constitute a denial of the motion unless the plaintiffs in the
28 class action do not amend within 60 days thereafter or within the time to amend

specified by the court in the Securities Class Action.

3. Alternatively, any party may terminate the stay of proceedings on 20 days' notice to counsel for all other Parties by email.

4. Any conferences currently scheduled in this matter shall be postponed until after the stay of proceedings is terminated.

5. Upon termination of the stay of proceedings in this matter, the Parties shall meet and confer and submit a proposed scheduling order for the Court's approval within two weeks of the date that the stay is lifted.

DATED: January 19, 2022

DATED: January 19, 2022

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LEVERTY & ASSOCIATES LAW CHTD

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/s/Patrick R. Leverty

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IT IS SO ORDERED.

UNITED STATES MAGISTRATE JUDGE

DATED: _____